UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

	Х	
In re	:	
	:	Chapter 11
SEARS HOLDINGS CORPORATION, et al.,	:	•
	:	Case No. 18-23538 (RDD)
	:	,
Debtors. ¹	:	(Jointly Administered)
	•	

AFFIDAVIT OF SERVICE

I, Jesse Offenhartz, depose and say that I am employed by Prime Clerk LLC ("*Prime Clerk*"), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On January 16, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served via Email on the Committee Service List attached hereto as **Exhibit A**:

- Certificate of No Objection regarding Application of Debtors for Authority to Retain Deloitte Transactions and Business Analytics LLP for Bankruptcy Advisory Services nunc pro tunc to October 29, 2018 [Docket No. 1575]
- Certificate of No Objection regarding Application of Debtors for Authority to Retain Deloitte Tax LLP as Tax Services Provider for the Debtors *nunc pro tunc* to the Commencement Date [Docket No. 1576]

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

• Certificate of No Objection regarding Application of Debtors for Authority to Retain Deloitte & Touche LLP for Independent Audit and Advisory Services *nunc pro tunc* to the Commencement Date [Docket No. 1577]

On January 16, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by the method set forth on the Master Service List attached hereto as **Exhibit A**:

- Debtors' Reply to Objection of the United States Trustee to Application of Debtors for Entry of an Order Approving Amendment to Terms and Conditions of Debtors' Employment and Retention of Lazard Freres & Co, LLC as Investment Banker [Docket No. 1579]
- Declaration of Mohsin Meghji in Support of the Application of Debtors for Entry of Order Approving Amendment to Terms and Conditions of the Debtors' Employment and Retention of Lazard Freres & Co. LLC as Investment Banker [Docket No. 1580]
- Debtors' Reply to Limited Objection of Libby Dial Enterprises, LLC to Store Closing Procedures [Docket No. 1582]

On January 16, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served via Email and Overnight Mail on Libby Dial Enterprises LLC, c/o Leech Tishman Fuscaldo Lampl LLC, A. Kindred P. Carothers G. Hauswirth, 525 William Penn Place 28th Floor, Pittsburgh, PA 15219, akindred@leechtishman.com; pcarothers@leechtishman.com; ghauswirth@leechtishman.com:

 Debtors' Reply to Limited Objection of Libby Dial Enterprises, LLC to Store Closing Procedures [Docket No. 1582]

Dated: January 22, 2019

State of New York County of New York

Subscribed and sworn to (or affirmed) before me on January 22, 2019, by Jesse Offenhartz, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature

ROBERT J. RUBEL JR.
NOTARY PUBLIC OF NEW JERSEY
Comm. # 50070782
My Commission Expires 10/25/2022

2 SRF 30243

Exhibit A

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Committee Service List Served via Email

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	Attn: Ira S. Dizengoff, Philip C. Dublin, Abid	idizengoff@akingump.com; pdublin@akingump.com;
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In re: Sears Holdings Corporation, et al.

Case No. 18-23538 (RDD)

Exhibit B

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Master Service List Served as set forth below

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Holdings Corporation, et al.	Akin Gump Strauss Hauer & Feld LLP	New York NY 10036	sbrauner@akingump.com	Email
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Master Service List

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Council to The Managish Council Champan d Batail Bantana 11 C				
Counsel to The Macerich Company, Starwood Retail Partners, LLC,				
Acadia Realty Limited Partnership, C.E. John Company, Inc., Centennial		Attn: Dustin P. Branch		
Real Estate Co., CenterCal Properties, LLC, GS Pacific ER, LLC, PGIM Real		2029 Century Park East		
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Master Service List Served as set forth below

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Counsel to Kin Properties, Inc.; Aleff LLC; Arcolo Limited Partnership;				
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Co LLC; Greenmich LLC; Hareff LLC; Hillsborough Associates; Jeffrey				
Sandelman, Alison Schreier and Tracey Brewer, Successor Co-Trustees		Attn: Jeffrey Rhodes		
of the Pasan Trust; Mantkin LLC; Musue LLC; Nathan Alison LLC;		1825 Eye Street NW		
Sugencole LLC; Sugengran LLC; Sugengran LLC; and Sugensteve LLC Counser to Hansae Co. Ltd., Kin Properties, Inc.; Alem LLC; Arcolo Limite	Blank Rome LLP	Washington DC 20006	JRhodes@BlankRome.com	Email
Partnership; Cansan Company, LLC; Fairsan Company LLC; Floreff LLC;				
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Associates; Jeffrey Sandelman, Alison Schreier and Tracey Brewer,		Attn: Stanley B. Tarr, Evan J. Zucker		
Successor Co-Trustees of the Pasan Trust; Mantkin LLC; Musue LLC;		The Chrysler Building		
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Master Service List Served as set forth below

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Huntington Mall, Meadowbrook Mall Company dba Meadowbrook				
Mall, Ohio Valley Mall Company dba Ohio Valley Mall, the Cafaro				
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Notes (Top 20 Unsecured Creditor), SRAC Unsecured Notes, and the	6	2 Wall Street	bankruptcy@clm.com	5: . 6! . 44 .! . 15 . !!
SRAC Medium Term Notes (Top 5 Secured Creditor)	Carter Ledyard & Milburn LLP	New York NY 10005 Attn: Richard J. McCord, Esq., Robert D. Nosek, Esq.	Dennis.roemlein@bnymellon.com	First Class Mail and Email
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and The Libman Company	Certilman Balin Adler & Hyman, LLP	East Meadow NY 11554 Sears Chambers Copy	rnosek@certilmanbalin.com	Email
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United States Denkrypton Court for the Couthern District of New York	Chambers of Hanarable Bahart D. Drain	White Plains NY 10601		First Class Mail
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Master Service List Served as set forth below

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Sprinning a treating early and broading treatment in each	CIII 2011 221	Attn: Duane J. Brescia	Body dance of the day	2.11011
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		Suite 700		
Counsel to Epicor Software Corporation f/k/a Activant Solutions, Inc.	Clark Hill Strasburger	Austin TX 78701	duane.brescia@clarkhillstrasburger.com	Email
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		151 S. Old Woodward Ave.		
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IP/Ground Lease Term Loan Facility, the Consolidated Secured Loan		Mukhi, Jennifer Kennedy Park	aweaver@cgsh.com	
Facility, and ESL Investments, Inc. and its affiliates (including JPP, LLC		One Liberty Plaza	rmukhi@cgsh.com	
and JPP II, LLC)	Cleary, Gottlieb, Steen & Hamilton LLP	New York NY 10006	jkpark@cgsh.com	First Class Mail and Email
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Appraisal District, Burnet central Appraisal District, encroked county Appraisal District, The County of Cherokee, Texas, The County of Comal,				
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Counsel to the Taubman Landlords Faubman Landlords Bloomfield Hills Mil 48304 Attn. Corporate Trust Administration JOI Barclay St., Floor 8W New York NY 10286 Company The Bank of New York Mellon Trust Company New York NY 10286 Company The Law Office of Thomas A. Farinella, P.C. The Law Office of Thomas A. Farinella, P.C. The Pension Benefit Guaranty Corporation (PBGC) The Pension Benefit Guaranty Corporation (PBGC) The Sarachek Law Firm New York NY 10178 Attn. Michael Tsang Att Menue 27th Floor New York NY 10178 Attn. Michael Tsang Attn. Curris L. Tuggle 300 Key Center 212 Public Square Counsel to Virginia Surety Company, Inc. Thompson Hine LLP The Devis Mellon Trust Attn. Power Wans Attn. Curris L. Tuggle 300 Key Center 127 Public Square Counsel to Virginia Surety Company, Inc. Thompson Hine LLP Collevalend OH 44114-1291 The mass A Farinella, Isc. Attn. Power Wans Curris Tuggle@ThompsonHine.com Email Email Attn. Power Wans Attn. Power Wans Curris Tuggle@ThompsonHine.com Email			<u> </u>		
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Berger, Director Office of the General Counsel 1200 K Street, N.W.	Counsel to Stockton Mariposa LLC	The Law Office of Thomas A. Farinella, P.C.	New York NY 10016	tf@lawtaf.com	Email
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